

IN THE CIRCUIT COURT FOR BLOUNT COUNTY, TENNESSEE,
EQUITY DIVISION

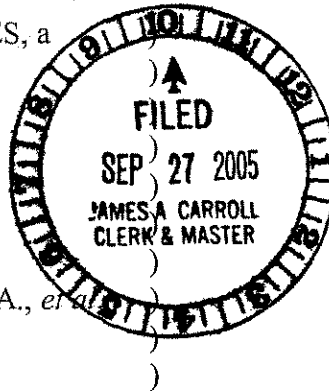
NEW MIDLAND PLAZA ASSOCIATES, a
Tennessee General Partnership, *et al.*,

Plaintiffs,

v.

FIRST UNION NATIONAL BANK, N.A., *et al.*

Defendants.

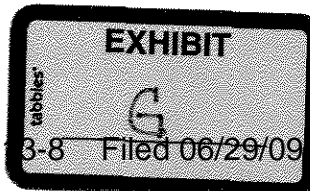


No. E-18053

Notice of Entry Requested

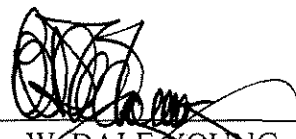
ORDER


In accordance with the agreement of New Midland Plaza Associates ("New Midland") and Alcoa Calderwood, LLC ("Alcoa") stated on the transcript of the March 3, 2005 hearing before this Court, which agreement was accepted by this Court at that time, and in accordance with Special Master J. Michael Winchester's Final Report dated September 22, 2005, it is hereby ORDERED, ADJUDGED and DECREED by the Court that title to the entire amount of the funds held by the Court relating to this matter which were received on or about March 18, 2005, together with the interest accrued thereon since that time ("Funds") is hereby transferred to Alcoa, and any title or claim to title of New Midland to the Funds is hereby voided. The Clerk of the Court is hereby directed to immediately deliver to Wagner, Myers & Sanger, P.C., counsel for Alcoa (in such manner as counsel for Alcoa may request, including but not limited to in-person delivery at the office of the Clerk of the Court), a check payable from the Funds to "Wagner, Myers & Sanger, P.C." Such check shall be in the amount of the entire amount of the Funds as of the date of this Order. Plaintiffs and their counsel shall not interfere in any way, directly or indirectly, with the writing, delivery, or payment of such check or the payment of the Funds to Alcoa.



New Midland shall pay directly to Alcoa by 5:00 p.m., Eastern Daylight Time on September 27, 2005 ("Payment Time"), the sum equal to \$1,629,872.40 minus the total amount of the Funds as of the date of this Order. New Midland shall make such payment by the Payment Time by delivering to Wagner, Myers & Sanger, P.C., attention Charles W. Van Beke, counsel for Alcoa, a cashier's check of a national bank, payable to "Wagner, Myers & Sanger, P.C." The Court finds that New Midland warranted to the Court during the hearing held on March 3, 2005 its ability to make such payment. New Midland shall not pay or attempt to pay such payment into the registry of this Court or any other court, and the Clerk is specifically directed not to accept any further payment from New Midland, any of the other Plaintiffs in this action, or any affiliate or attorney of New Midland or the other Plaintiffs unless and until specifically ordered to do so by this Court. Neither Alcoa nor its counsel shall have any obligation to provide any receipt, release, or any other form of documentation to New Midland relating to the payment by New Midland described in this paragraph, and New Midland shall not condition or purport to condition such payment on any agreement, release, admission, settlement or other accommodation by Alcoa.

ENTER, this the 27th day of ~~August~~ ^{September}, 2005, at 10:03 .m. Eastern Daylight Time.

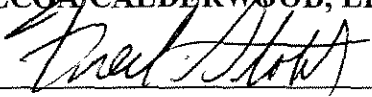


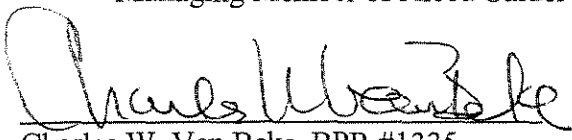
W. DALE YOUNG, JUDGE


I, James Carroll Clerk and Master of the CIRCUIT COURT
at Maryville, TN hereby certify that the within is a true copy
of the Order
entered in case No. E-18053
on the 27th day of Sept, 2005
Entered Min. Book 136 Page 150
by Carroll

APPROVED:

ALCOA CALDERWOOD, LLC


By: Fred Stahl, Secretary of Alcoa Calderwood Corp.,
Managing Member of Alcoa Calderwood, LLC


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Attorneys for Plaintiffs

CERTIFICATE OF SERVICE

I hereby certify that a true and correct copy of the foregoing has been mailed to all parties or their counsel, by depositing same in the U.S. Mail, first class postage prepaid, this the 28th day of Sept, 20 11.

JAMES A. CARROLL

BY: 